Abbreviated accounts

for the year ended 31 December 2009

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# Directors' report for the year ended 31 December 2009

The directors present their report and the accounts for the year ended 31 December 2009

### Principal activity and review of the business

The principal activity of the company has continued to be the manufacture of flexible foam and fibre products

Turnover fell during the year to finish 4% lower than in 2008 Trading was satisfactory in a difficult year, but a number of one-off costs have contributed to a loss

Early in the year, facing reducing sales and margins, the Directors took the decision to declare a number of redundancies, and this along with substantial stock write-offs and increased power costs, combined to create the loss

Stock levels have therefore fallen substantially to £ 339,220 Material, labour and carriage costs have remained conrolled and within budget Overhead costs have been reduced, and income from property has increased Cash flow remains satisfactory and the Company continues to operate well within its agreed overdraft facility. The Company is very well capitalised, given the market value of its major asset.

The Company continues to benefit from low levels of staff turnover and continues to invest in training and promoting new skills where it is felt necessary

The cost of returns remains at historically low levels, or 0 19% of turnover due to our concentration on the quality of our finished products

Turnover in the first quarter of 2010 is running at above the equivalent period in 2009, power costs are back down to pre-2009 levels and the reduced overhead and labour costs introduced in 2009 mean that the Company remains in a strong financial position for the coming year

#### Results and dividends

The results for the year are set out on page 4

The directors do not recommend payment of a final dividend

#### **Employment policy**

The company gives full consideration to applications for employment from disabled persons where the requirements of the job can be adequately fulfilled by a handicapped or disabled person. During the year, the policy of providing employees with information about the company has been continued and meetings are held between management and employees to allow the free flow of information and ideas

#### Directors

The directors who served during the year are as stated below

A R Hill

A D Hill

J P Platt

J R Platt

DS Hill

M D Iwanowytsch

### Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

## Directors' report for the year ended 31 December 2009

#### continued

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year. In preparing these financial statements, the directors are required to

- select suitable accounting policies and apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware

- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

#### Auditors

Wrigley Partington are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006

This report is prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

This report was approved by the Board on 31 March 2010 and signed on its behalf by

M. Twaronytesch.

M D Iwanowytsch Secretary

# Independent auditors' report to Platt & Hill Limited under Section 449 of the Companies Act 2006

We have examined the abbreviated accounts set out on pages 4 to 18 together with the financial statements of Platt & Hill Limited for the year ended 31 December 2009 prepared under Section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company for our audit work, for this report, or for the opinions we have formed

#### Respective responsibilities of the directors and the auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you

### Basis of opinion

We conducted our work in accordance with Bulletin 2008/4 "The special auditor's report on abbreviated accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

#### Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with that provision

David N Ducie (senior statutory auditor)
For and on behalf of Wrigley Partington

Chartered Accountants and

12h April 2010

Registered Auditor

Sterling House 501 Middleton Road Chadderton Oldham OL9 9LY

# Abbreviated profit and loss account for the year ended 31 December 2009

		Continuing operation	
		2009	2008
	Notes	£	£
Turnover		9,095,192	9,460,081
Gross profit		1,149,077	1,609,739
Administrative expenses		(1,445,826)	(1,742,044)
Other operating income		80,392	35,485
Operating loss	2	(216,357)	(96,820)
Other interest receivable and			
similar income	4	68	1,018
Interest payable and similar charges	5	(8,751)	(21,607)
Loss on ordinary			
activities before taxation		(225,040)	(117,409)
Tax on loss on ordinary activities	8	953	8,072
Loss for the year	16	(224,087)	(109,337)
Retained profit brought forward		970,394	1,079,731
Retained profit carried forward		746,307	970,394

There are no recognised gains or losses other than the profit or loss for the above two financial years

## Abbreviated balance sheet as at 31 December 2009

		2009		2009 20		
	Notes	£	£	£	£	
Fixed assets						
Tangible assets	9		792,486		834,166	
Investments	10	•	3,051		3,051	
			795,537		837,217	
Current assets						
Stocks	11	339,220		475,170		
Debtors	12	1,885,493		1,446,648		
Cash at bank and in hand		104		27,084		
		2,224,817		1,948,902		
Creditors: amounts falling						
due within one year	13	(2,073,972)		(1,573,041)		
Net current assets			150,845		375,861	
Total assets less current liabilities			946,382		1,213,078	
Creditors: amounts falling due						
after more than one year	14		(100,875)		(143,484)	
Net assets			845,507 		1,069,594	
Capital and reserves						
Called up share capital	15		99,200		99,200	
Profit and loss account	16		746,307		970,394	
Shareholders' funds	17		845,507		1,069,594	

These abbreviated accounts have been prepared in accordance with the special provisions of Section 445(3) of the Companies Act 2006 relating to medium-sized companies

The abbreviated accounts were approved by the Board on 31 March 2010 and signed on its behalf by

D S Hill Director

Registration number 60275

The notes on pages 7 to 18 form an integral part of these financial statements.

# Cash flow statement for the year ended 31 December 2009

		2009	2008
	Notes	£	£
Reconciliation of operating loss to net			
cash outflow from operating activities			
Operating loss		(216,357)	(96,820)
Depreciation		56,842	65,398
Decrease in stocks		135,950	(16,975)
(Increase) in debtors		(446,917)	98,911
Increase in creditors		285,490	(115,779)
Net cash outflow from operating activities		(184,992)	(65,265)
Cash flow statement			
Net cash outflow from operating activities		(184,992)	(65,265)
Returns on investments and servicing of finance	19	(8,683)	(20,589)
Taxation	19	9,025	(6,568)
Capital expenditure	19	3,463	(44,276)
		(181,187)	(136,698)
Financing	19	(41,627)	(53,007)
Decrease in cash in the year		(222,814)	(189,705)
Reconciliation of net cash flow to movement in net d	lebt (Note 20)		
Decrease in cash in the year		(222,814)	(189,705)
Cash outflow from decrease in debts and lease financing	g	41,627	53,007
Change in net debt resulting from cash flows		(181,187)	(136,698)
New finance leases and hire purchase contracts		(18,625)	
Movement in net debt in the year		(199,812)	(136,698)
Net debt at 1 January 2009		(170,986)	(34,288)
Net debt at 31 December 2009		(370,798)	(170,986)

# Notes to the abbreviated financial statements for the year ended 31 December 2009

### 1 Accounting policies

#### 1.1. Accounting convention

The accounts are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board

#### 1.2. Turnover

Turnover represents product sales less all returns and rebates payable thereon, and excluding value added tax

#### 1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows

Land and buildings

Straight line over forty years

Plant and machinery

12 5% Straight Line

Fixtures, fittings

and equipment

10% Straight Line

Computer

equipment

20% Straight Line

#### 1.4. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

#### 1.5. Investments

Fixed asset investments are stated at cost less provision for permanent diminution in value

#### 1.6. Stock

Stock is valued at the lower of cost and net realisable value

#### 1.7. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year

# Notes to the abbreviated financial statements for the year ended 31 December 2009

continued

#### 1.8. Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold,

Provision is made for deferred tax that would arise on remittance of the retained earnings of overseas subsidiaries, associates and joint ventures only to the extent that, at the balance sheet date, dividends have been accrued as receivable,

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

2.	Operating loss	2009	2008
		£	£
	Operating loss is stated after charging		
	Depreciation and other amounts written off tangible assets	67,875	80,398
	Operating lease rentals		
	- Motor vehicles	53,521	56,654
	Auditors' remuneration (Note 3)	12,000	12,000
	and after crediting		
	Profit on disposal of tangible fixed assets	11,033	15,000
			•
3.	Auditors' remuneration		
		2009	2008
		£	£
	Auditors' remuneration - audit of the financial statements	12,000	12,000
			=======================================

# Notes to the abbreviated financial statements for the year ended 31 December 2009

## continued

4.	Interest receivable and similar income	2009 £	2008 £
	Bank interest	7	1,018
	Other interest	61	-
		68	1,018
		<del></del>	
5.	Interest payable and similar charges	2009	2008
		£	£
	Interest payable on loans < 1 yr	2,750	6,192
	On loans repayable in five years or more	4,339	14,742
	Lease finance charges and hire purchase interest	1,662	673
		8,751	21,607
6.	Employees		
	Number of employees  The average monthly numbers of employees	2009	2008
	(including the directors) during the year were		
	Management	16	20
	Administration	11	11
	Production	106	117
		133	148
	Employment costs	2009	2008
		£	£
	Wages and salaries	2,145,580	2,238,309
	Social security costs	191,303	213,246
	Pension costs	90,604	93,525
		2,427,487	2,545,080

# Notes to the abbreviated financial statements for the year ended 31 December 2009

continued

6.1.	Directors' remuneration	2009	2008
		£	£
	Remuneration and other emoluments	312,158	288,482
	Pension contributions	44,267	41,145
		356,425	329,627
		Number	Number
	Number of directors to whom retirement benefits		
	are accruing under a money purchase scheme	4	4
	Highest paid director	£	£
	Amounts included above		
	Emoluments and other benefits	115,090	115,770
	Pension contributions	22,675	21,729
		137,765	137,499

### 7. Pension costs

The company operates a defined contribution pension scheme in respect of the directors and senior management staff. The scheme assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £90,604 (2008 £93,525). There is no ongoing commitment to pay contributions to the scheme

# Notes to the abbreviated financial statements for the year ended 31 December 2009

continued

### 8. Tax on loss on ordinary activities

Analysis of charge in period	2009	2008
	£	£
Current tax		
UK corporation tax	-	(8,072)
Adjustments in respect of previous periods	(953)	
	(953)	(8,072)

## Factors affecting tax charge for period

The tax assessed for the period is higher than the standard rate of corporation tax in the UK (21 00 per cent). The differences are explained below

Loss on ordinary activities before taxation	2009 £ (225,040)	2008 £ (117,409)
Loss on ordinary activities multiplied by standard rate of corporation		
tax in the UK of 21 00% (31 December 2008 · 20 00%)	(47,258)	(23,482)
Effects of:		
Expenses not deductible for tax purposes	2,693	2,525
Capital allowances for period in excess of depreciation	(5,324)	(7,058)
Adjustments to tax charge in respect of previous periods	(953)	-
Restriction on utilisation of tax losses	49,889	18,301
Marginal relief / change in rate of taxation	-	1,642
Current tax charge for period	(953)	(8,072)
2 m	<del></del>	=====

# Notes to the abbreviated financial statements for the year ended 31 December 2009

continued

9.	Tangible fixed assets	Land and buildings freehold	Plant and machinery	Fixtures, fittings and equipment	Computer equipment	Total
		£	£	£	£	£
	Cost					
	At 1 January 2009	1,106,483	2,967,750	303,893	533,126	4,911,252
	Additions	-	32,879	6,670	613	40,162
	Disposals	-	(111,736	) -	-	(111,736)
	At 31 December 2009	1,106,483	2,888,893	310,563	533,739	4,839,678
	Depreciation	<del></del> .				
	At I January 2009	416,743	2,859,730	283,784	516,829	4,077,086
	On disposals	-	(97,769)	) -	-	(97,769)
	Charge for the year	27,660	29,933	4,533	5,749	67,875
	At 31 December 2009	444,403	2,791,894	288,317	522,578	4,047,192
	Net book values					
	At 31 December 2009	662,080	96,999	22,246	11,161	792,486
	At 31 December 2008	689,740	108,020	20,109	16,297	834,166

Included above are assets held under finance leases or hire purchase contracts as follows

	2009		2008	
Asset description	Net book value £	Depreciation charge	Net book value £	Depreciation charge £
Plant and machinery	22,274	10,151	13,800	8,304
Equipment	4,791	1,218	6,008	1,218
	27,065	11,369	19,808	9,522

# Notes to the abbreviated financial statements for the year ended 31 December 2009

continued

10.	Fixed asset investments	Subsidiary undertakings shares	Total
		£	£
	Cost		
	At 1 January 2009		
	At 31 December 2009	8,100	8,100
	Provisions for	<del></del>	
	diminution ın value.		
	At 1 January 2009		
	At 31 December 2009	5,049	5,049
	Net book values		
	At 31 December 2009	3,051	3,051
	At 31 December 2008	3,051	3,051

## 10.1. Holdings of 20% or more

The company holds 20% or more of the share capital of the following companies

Company	Country of registration or incorporation	Nature of business	Shares held class	Proportion of shares held
Subsidiary undertaking				
Tranquility Products Limited	England & Wales	Dormant	Ordinary	100%
David Moore & Co Ltd	England & Wales	Dormant	Ordinary	100%

The aggregate amount of capital and reserves of each subsidiary at 31st December 2007 were equal to the amount of the investments shown above

11.	Stocks	2009 £	2008 £
	Raw materials and consumables	286,313	421,573
	Finished goods and goods for resale	52,907	53,597
		339,220	475,170

# Notes to the abbreviated financial statements for the year ended 31 December 2009

### continued

12.	Debtors .	2009 £	2008 £
	m + +++		
	Trade debtors	1,727,885	1,300,032
	Other debtors	157 609	15,122
	Prepayments and accrued income	157,608	131,494
		1,885,493	1,446,648
		<del></del>	<del></del>
13.	Creditors: amounts falling due	2009	2008
	within one year	£	£
	Bank overdraft	214,459	-
	Bank loan	52,475	51,436
	Net obligations under finance leases		
	and hire purchase contracts	3,093	3,150
	Trade creditors	1,328,019	1,061,833
	Amounts owed to connected companies	3,051	3,051
	Other taxes and social security costs	206,023	223,507
	Other creditors	122	71
	Accruals and deferred income	266,730	229,993
		2,073,972	1,573,041

# Notes to the abbreviated financial statements for the year ended 31 December 2009

continued

Creditors: amounts falling due after more than one year	2009 £	2008 £
Bank loan	84,325	141,696
Net obligations under finance leases		
and hire purchase contracts	16,550	1,788
	100,875	143,484
Loans		
Repayable in one year or less, or on demand (Note 13)	52,475	51,436
Repayable between one and two years	58,308	55,650
Repayable between two and five years	26,017	86,046
	136,800	193,132
	Bank loan Net obligations under finance leases and hire purchase contracts  Loans Repayable in one year or less, or on demand (Note 13) Repayable between one and two years	Bank loan 84,325 Net obligations under finance leases and hire purchase contracts 16,550  Loans Repayable in one year or less, or on demand (Note 13) Repayable between one and two years 58,308 Repayable between two and five years 26,017

The Bank loan and overdraft facility are secured by an unscheduled mortgage debenture, incorporating a fixed and floating charge over all current and future assets of the company and first legal charges over the company's land and buildings. The bank loan is repayable in monthly installments, with an expiry date of December 2012. Interest is charged at an annual rate being the higher of 1 85% above the bank's base rate and 6%

Net obligations under finance leases		
and hire purchase contracts		
Repayable within one year	3,093	3,150
Repayable between one and five years	16,550	1,788
	19,643	4,938

Finance lease and hire purchase creditors are secured on the assets financed, details of which are shown in note 10 to the financial statements

# Notes to the abbreviated financial statements for the year ended 31 December 2009

### continued

15.	Share capital	2009 £	2008 £
	Authorised		
	100,000 Ordinary shares of £1 each	100,000	100,000
	Allotted, called up and fully paid		
	99,200 Ordinary shares of £1 each	99,200	99,200
	· •		====
	Equity Shares		
	99,200 Ordinary shares of £1 each	99,200	99,200
		Profit	
16.	Equity Reserves	and loss	
		account	Total
		£	£
	At 1 January 2009	970,394	970,394
	Loss for the year	(224,087)	(224,087)
	At 31 December 2009	746,307	746,307
		<del></del>	<del></del>
			2000
17.	Reconciliation of movements in shareholders' funds	2009	2008
		£	£
	Loss for the year	(224,087)	(109,337)
	Opening shareholders' funds	1,069,594	1,178,931
	Closing shareholders' funds	845,507	1,069,594

# Notes to the abbreviated financial statements for the year ended 31 December 2009

continued

### 18. Financial commitments

19.

At 31 December 2009 the company had annual commitments under non-cancellable operating leases as follows

	Otl	ier
	2009	2008
	£	£
Expiry date.		
Within one year	7,993	11,916
Between one and five years	32,849	40,470
	40,842	52,386
. Gross cash flows		
	2009	2008
	£	£
Returns on investments and servicing of finance		
Interest received	68	1,018
Interest paid	(7,089)	(20,934)
Interest element of finance lease rental payments	(1,662)	(673)
	(8,683)	(20,589)
Taxation	<u> </u>	
Corporation tax paid/received	9,025	(6,568)
Capital expenditure		
Payments to acquire tangible assets	(21,537)	(59,276)
Receipts from sales of tangible assets	25,000	15,000
	3,463	(44,276)
Financing	<del></del>	
New finance lease	18,625	-
Repayment of long term bank loan	(56,332)	(49,157)
Capital element of finance lease contracts	(3,920)	(3,850)
	(41,627)	(53,007)

# Notes to the abbreviated financial statements for the year ended 31 December 2009

## continued

## 20. Analysis of changes in net funds

	Opening balance	Cash flows	Other changes	Closing balance
	£	£	£	£
Cash at bank and in hand Overdrafts	27,084	(26,980) (214,459)		104 (214,459)
	27,084	(241,439)		(214,355)
Debt due within one year	(51,436)	56,332	(57,371)	(52,475)
Debt due after one year	(141,696)	-	57,371	(84,325)
Finance leases and hire purchase contracts	(4,938)	3,920	(18,625)	(19,643)
	(198,070)	60,252	(18,625)	(156,443)
Net funds	(170,986)	(181,187)	(18,625)	(370,798)